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RECORDATION NO. 13398-E FILED 1425

DEC 2 1993 -12 25 PM

INTERSTATE COMMERCE COMMISSION

November 29, 1993

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two duly executed copies of a Release, dated as of November 24, 1993, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Conditional Sale Agreement, dated as of December 1, 1981, which was duly filed with the Commission under Recordation Number 13398 and to the Security Agreement, dated as of December 1, 1987, which was duly filed with the Commission under Recordation Number 13398-C.

The name and address of the party to the enclosed document are:

Vendor: Jefferson-Pilot Life Insurance Company
(f/k/a Jefferson Standard Life Insurance Company)
P.O. Box 21008
Greensboro, North Carolina 27420

A description of the railroad equipment covered by the enclosed document is:

seventy-five (75) boxcars currently marked CP (formerly CPAA) and numbered 204614 through 204688, inclusive.

Mr. Sidney L. Strickland, Jr.
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Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

12/2/93

OFFICE OF THE SECRETARY

Robert w. Alvord

Alvord & Alvord

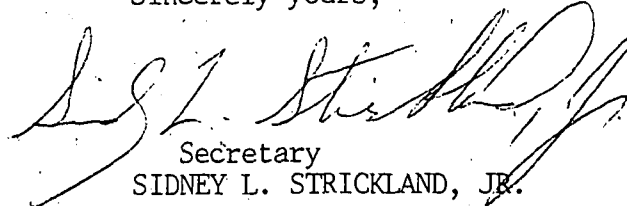
918 16th St N.W.

Washington, D.C. 20006

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **12/2/93** at **12:25pm**, and assigned recordation number(s). **13398-E**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

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RELEASE

INTERSTATE COMMERCE COMMISSION

This release dated as of November 24, 1993, is made by Jefferson-Pilot Life Insurance Company, a North Carolina corporation, formerly known as Jefferson Standard Life Insurance Company ("Jefferson").

1. Reference is made to the equipment listed on Schedule A attached hereto (the "Equipment") which is subject to

(i) a Conditional Sale Agreement, dated as of December 1, 1981, between EMCOB, Inc., a Delaware Corporation ("EMCOB"), and Jefferson (as amended through the date hereof, the "Conditional Sale Agreement") which was duly filed with the Interstate Commerce Commission (the "ICC") on December 30, 1981 in accordance with 49 U.S.C. 11303 (formerly Section 20c of the Interstate Commerce Act), and having Recordation Number 13398; and

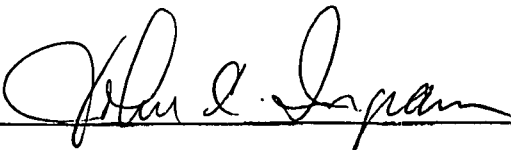
(ii) a Security Agreement dated as of December 1, 1987 between Jefferson and EMCOB, which was duly filed with the ICC on May 10, 1988 in accordance with 49 U.S.C. 11303, and having Recordation Number 13398-C (as amended and supplemented through the date hereof, the "Security Agreement").

2. Jefferson hereby releases any and all liens, claims and other encumbrances granted pursuant to the Conditional Sale Agreement.

3. Jefferson hereby releases any and all liens claims and other encumbrances granted pursuant to the Security Agreement.

IN WITNESS WHEREOF, Jefferson has caused this Release to be duly executed by its authorized officer as of the day and year first written above.

JEFFERSON-PILOT LIFE INSURANCE COMPANY

By: 
Title: Senior Vice President

STATE OF North Carolina
COUNTY OF Guilford) ss.:
)

On this 24 day of November, 1993, before me personally appeared John C. Ingram, to me personally known, who being by me duly sworn, say that he is the Senior Vice President of Jefferson-Pilot Life Insurance Company, the foregoing instrument was signed on behalf of said corporation, and he acknowledged the execution of the said instrument was his free act and deed.

Janice C. Atkins
Notary Public

Ny commission expires: March 11, 1996

Schedule A

Equipment

Seventy-five (75) 70-ton boxcars currently bearing the marks CP-204614 through CP-204688 both inclusive (formerly bearing the marks CPAA-204614 through CPAA-204688 both inclusive).